Fill in this information to identify the	e case:				
United States Bankruptcy Court for the	3 :				
EASTERN District of	New York				
Case number (If known):	State) Chapte	er	U.S.	TUCKOF	☐ Check if this is an
			2024 MAY	15 P 4: 20	amended filing
Official Form 201			REC	CEIVED	
Voluntary Petition	n for Non-I	ndividu	1.000		ruptcy 06/22
1. Debtor's name	365 MACON S	ST HOLDING	S CORP		
All other names debtor used in the last 8 years					
Include any assumed names, trade names, and doing business as names					
3. Debtor's federal Employer Identification Number (EIN)	8 4 _1 7	3 1 2 8	4		
4. Debtor's address	Principal place of b			Mailing address, if d	ifferent from principal place
	181 Kosciuszk	o Street Floo	or #1	Number Street	
				P.O. Box	
	Brooklyn	NV	11216		
	Brooklyn City	NY. State	11216 ZIP Code	City	State ZIP Code
	City	E-1			l assets, if different from
	City	E-1		Location of principa	l assets, if different from siness
	City	E-1		Location of principa principal place of bu	l assets, if different from siness
	City	E-1		Location of principa principal place of bu 365 Macon Stre	l assets, if different from siness

5. Debtor's website (URL)

Debi	or 300 MACON 51 F	Case number (if known)
6.	Type of debtor	☐ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) ☐ Partnership (excluding LLP) ☐ Other. Specify:
7. Descr	Describe debtor's business	A. Check one: ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A)) ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B)) ☐ Railroad (as defined in 11 U.S.C. § 101(44)) ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A)) ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6)) ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3)) ☐ None of the above
		 B. Check all that apply: ☐ Tax-exempt entity (as described in 26 U.S.C. § 501) ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3) ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11)) C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See
	Under which chapter of the	http://www.uscourts.gov/four-digit-national-association-naics-codes.
8.	Under which chapter of the Bankruptcy Code is the debtor filing?	Check one: Chapter 7 Chapter 9
	A debtor who is a "small business debtor" must check the first subbox. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.	 ☑ Chapter 11. Check all that apply: ☑ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B). ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B). ☑ A plan is being filed with this petition. ☑ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). ☑ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form. ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule
		12b-2. ☐ Chapter 12

Debtor	365 MACON ST HO	DLDINGS CORP	_	Case number (if know	n)	
filed with If mo	e prior bankruptcy cases by or against the debtor in the last 8 years? re than 2 cases, attach a rate list.	✓ No ✓ Yes. District District				•
pend busi affili List a	any bankruptcy cases ding or being filed by a ness partner or an ate of the debtor? all cases. If more than 1, h a separate list.	✓ No ✓ Yes. Debtor District Case number, if known			When	MM / DD /YYYY
11. Why distr	is the case filed in <i>this</i> rict?	Check all that apply: Debtor has had its domicil immediately preceding the district. A bankruptcy case concer	e date of this petition	or for a longer pa	art of such 18	0 days than in any other
poss prop that	s the debtor own or have session of any real serty or personal property needs immediate ntion?	What is the hazar It needs to be phy It includes perisha	ged to pose a threat rd? ysically secured or p able goods or assets mple, livestock, seas	of imminent and interest of imminent and immi	eck all that applidentifiable haw weather.	y.) szard to public health or safe
		Other Where is the proper	ty? 365 Macon			
			Brooklyn City			NY 11216 State ZIP Code
		Is the property insur No Yes. Insurance age	D	е		

Official Form 201

Debtor	365 MACON ST	HOLDINGS CORP	Case number (if known)				
	or's estimation of able funds		or distribution to unsecured creditors. expenses are paid, no funds will be av	ailable for distribution to unsecured creditors.			
	mated number of itors	☑ 1-49 □ 50-99 □ 100-199 □ 200-999	☐ 1,000-5,000 ☐ 5,001-10,000 ☐ 10,001-25,000	☐ 25,001-50,000 ☐ 50,001-100,000 ☐ More than 100,000			
15. Esti	mated assets	□ \$0-\$50,000 □ \$50,001-\$100,000 □ \$100,001-\$500,000 □ \$500,001-\$1 million	\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million \$100,000,001-\$500 million	\$500,000,001-\$1 billion \$1,000,000,001-\$10 billion \$10,000,000,001-\$50 billion More than \$50 billion			
16. Estir	nated liabilities	□ \$0-\$50,000 □ \$50,001-\$100,000 □ \$100,001-\$500,000 □ \$500,001-\$1 million	\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million \$100,000,001-\$500 million	□ \$500,000,001-\$1 billion □ \$1,000,000,001-\$10 billion □ \$10,000,000,001-\$50 billion □ More than \$50 billion			
WARNIN		eclaration, and Signatures	atement in connection with a bankrupto	cy case can result in fines up to			
17. Decl	\$500,000 or imprisons aration and signature o orized representative o	ment for up to 20 years, or both. The debtor requests reli	18 U.S.C. §§ 152, 1341, 1519, and 35				
debt	or	I have been authorized	to file this petition on behalf of the debt	Or.			
				sonable belief that the information is true and			
		Executed on MM / DD /	YYYY	rect. / Alege			
		Signature of authorized reprinted Title Vice Preside	resentative of debtor Printed				

Debtor	365 MACON ST HOLDINGS CORP		Case number (if known)		
18. Sigr	nature of attorney	Signature of attorney for debtor	Date		
		Printed name		_	
		Firm name Number Street			
		City	State ZIP Code		
		Contact phone	Email address		
		Bar number	State		

Fill in this information to identify the case:	
Debtor name 365 MACON ST HOLDINGS	CORP
United States Bankruptcy Court for the:	N New York
Case number (If known):	(State)

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
ı	NONE	NONE	NONE				
2	NONE	NONE	NONE				
3	NONE	NONE	NONE				
ı							
,							
5							
7							
3							

Debtor

365 MACON ST HOLDINGS CORP

Name, telephone number, and	Nature of the claim	Indicate if	Amount of unsecured claim			
email address of creditor contact	debts, bank loans, professional services, and government	claim is contingent, untiquidated, or disputed	If the claim is fully unsecured, fill in only ur claim amount. If claim is partially secured, total claim amount and deduction for value collateral or setoff to calculate unsecured of		n only unsecured secured, fill in for value of secured claim.	
	Contracts		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
	Name, telephone number, and email address of creditor contact	contact debts, bank loans, professional services, and	contact debts, bank loans, professional unliquidated, services, and qovernment contingent, unliquidated, or disputed	email address of creditor contact (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, professio	email address of creditor contact (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (claim is contingent, unliquidated, or disputed (claim is fully unsecured, fill is claim amount. If claim is partially stotal claim amount and deduction collateral or setoff to calculate unsecured, services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts) (for example, trade debts, bank loans, professional services, and government contracts)	

ACKNOWLEDGEMENT COPY

CERTIFICATE OF INCORPORATION OF 365 MACON ST HOLDINGS CORP

Under Section 402 of the Business Corporation Law

FIRST: The name of the corporation is:

365 MACON ST HOLDINGS CORP

SECOND: This corporation is formed to engage in any lawful act or activity for which a corporation

may be organized under the Business Corporation Law, provided that it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being

obtained.

THIRD: The county, within this state, in which the office of the corporation is to be located is

NASSAU.

FOURTH: The total number and value of shares of common stock which the corporation shall have

authority to issue is: 200 SHARES WITH NO PAR VALUE.

FIFTH: The Secretary of State is designated as agent of the corporation upon whom process

against it may be served. The address within or without this state to which the Secretary of

State shall mail a copy of any process against the corporation served upon him or her is:

VCORP SERVICES, LLC

25 ROBERT PITT DRIVE

SUITE 204

MONSEY, NY 10952

SIXTH: No Director of this corporation shall be personally liable to the corporation, or its

shareholders for damages for any breach of duty in such capacity, provided that this provision shall not limit the liability of any director if a judgment or other final adjudication, adverse to him, establishes that his act or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he personally gained in fact a financial profit or other advantage, to which he was not legally entitled or that his

acts violated Section 719 of the New York Business Corporation Law.

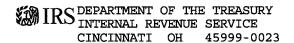
I certify that I have read the above statements, I am authorized to sign this Certificate of Incorporation, that the above statements are true and correct to the best of my knowledge and belief and that my signature typed below constitutes my signature.

DOS-1239-f-11 (Rev. 02/12) Page | of 2

Ronald Fraser (signature)

RONALD FRASER, INCORPORATOR 365 MACON STREET BROOKLYN NY 11233

Filed by: RONALD FRASER 365 MACON STREET BROOKLYN, NY 11233



365 MACON HOLDINGS CORP

Date of this notice: 05-13-2019

Employer Identification Number:

84-1731284

Form: SS-4

Number of this notice: CP 575 A

For assistance you may call us at: 1-800-829-4933

IF YOU WRITE, ATTACH THE STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 84-1731284. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1120 05/15/2020

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, Accounting Periods and Methods.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, Entity Classification Election. See Form 8832 and its instructions for additional information.

IMPORTANT INFORMATION FOR S CORPORATION ELECTION:

If you intend to elect to file your return as a small business corporation, an election to file a Form 1120-S must be made within certain timeframes and the corporation must meet certain tests. All of this information is included in the instructions for Form 2553, Election by a Small Business Corporation.

05-13-2019 365M B 999999999 SS-4

(IRS USE ONLY) 575A

If you are required to deposit for employment taxes (Forms 941, 943, 940, 944, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), you will receive a Welcome Package shortly, which includes instructions for making your deposits electronically through the Electronic Federal Tax Payment System (EFTPS). A Personal Identification Number (PIN) for EFTPS will also be sent to you under separate cover. Please activate the PIN once you receive it, even if you have requested the services of a tax professional or representative. For more information about EFTPS, refer to Publication 966, Electronic Choices to Pay All Your Federal Taxes. If you need to make a deposit immediately, you will need to make arrangements with your Financial Institution to complete a wire transfer.

The IRS is committed to helping all taxpayers comply with their tax filing obligations. If you need help completing your returns or meeting your tax obligations, Authorized e-file Providers, such as Reporting Agents (payroll service providers) are available to assist you. Visit the IRS Web site at www.irs.gov for a list of companies that offer IRS e-file for business products and services. The list provides addresses, telephone numbers, and links to their Web sites.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you. You may give a copy of this document to anyone asking for proof of your EIN.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub.

Your name control associated with this EIN is 365M. You will need to provide this information, along with your EIN, if you file your returns electronically.

Thank you for your cooperation.

DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

ONLINE FILING RECEIPT

ENTITY NAME: 365 MACON ST HOLDINGS CORP

DOCUMENT TYPE: INCORPORATION (DOM. BUSINESS)

COUNTY: NASS

FILED:05/13/2019 DURATION:PERPETUAL CASH#:190513010186 FILE#:190513010186

DOS ID:5551263

FILER:

EXIST DATE

RONALD FRASER 365 MACON ST 05/13/2019

BROOKLYN, NY 11233

ADDRESS FOR PROCESS:

VCORP SERVICES, LLC 25 ROBERT PITT DRIVE

SUITE 204

MONSEY, NY 10952

REGISTERED AGENT:

STOCK: 200 NPV



The corporation is required to file a Biennial Statement with the Department of State every two years pursuant to Business Corporation Law Section 408. Notification that the Biennial Statement is due will only be made via email. Please go to www.email.ebiennial.dos.ny.gov to provide an email address to receive an email notification when the Biennial Statement is due.

SERVICE COMPANY: ** NO SERVICE COMPANY **

SERVICE CODE: 00

FEE:	125.00	PAYMENTS	125.00
-			
FILING:	125.00	CHARGE	125.00
TAX:	0.00	DRAWDOWN	0.00
PLAIN COPY:	0.00		
CERT COPY:	0.00		
CERT OF EXIST:	0.00		

DOS-1025 (04/2007)

Fill in this in	formation to identify the case and this fili	ng:
Debtor Name	365 MACON ST HOLDINGS C	ORP
	Bankruptcy Court for the: EASTERN	District of New York
Case number (If known):	

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

204)
£.

UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF NEW YORK

www.nyeb.uscourts.gov

STATEMENT PURSUANT TO LOCAL BANKRUPTCY RULE 1073-2(b)

was pending at any time within eight years before the filing of the new petition, and the de (ii) are spouses or ex-spouses; (iii) are affiliates, as defined in 11 U.S.C. § 101(2); (iv) are g (v) are a partnership and one or more of its general partners; (vi) are partnerships which sha or (vii) have, or within 180 days of the commencement of either of the Related Cases had, included in the property of another estate under 11 U.S.C. § 541(a).] 8 NO RELATED CASE IS PENDING OR HAS BEEN PENDING AT ANY TIME. G THE FOLLOWING RELATED CASE(S) IS PENDING OR HAS BEEN PENDING.	and belief: d E.D.N.Y. LBR 1073-2 if the earlier cas
[NOTE: Cases shall be deemed "Related Cases" for purposes of E.D.N.Y. LBR 1073-1 and was pending at any time within eight years before the filing of the new petition, and the de (ii) are spouses or ex-spouses; (iii) are affiliates, as defined in 11 U.S.C. § 101(2); (iv) are g (v) are a partnership and one or more of its general partners; (vi) are partnerships which shall or (vii) have, or within 180 days of the commencement of either of the Related Cases had, included in the property of another estate under 11 U.S.C. § 541(a).] 8 NO RELATED CASE IS PENDING OR HAS BEEN PENDING AT ANY TIME. G THE FOLLOWING RELATED CASE(S) IS PENDING OR HAS BEEN PENDING. 1. CASE NO.: JUDGE: DISTRE	
G THE FOLLOWING RELATED CASE(S) IS PENDING OR HAS BEEN PENDIN	general partners in the same partnership; are one or more common general partners
1. CASE NO.: JUDGE: DISTR	G:
	ICT/DIVISION:
CASE STILL PENDING: (YES/NO): [If closed] Date of closing:	
CURRENT STATUS OF RELATED CASE:	
(Discharged/awaiting discharge, confirmation of the confirmation o	med, dismissed, etc.)
MANNER IN WHICH CASES ARE RELATED (Refer to NOTE above):	
REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ('REAL PROPERTY SCHEDULE "A" OF RELATED CASES:	
2. CASE NO.: JUDGE: DISTRIC	CT/DIVISION:
CASE STILL PENDING: (YES/NO): [If closed] Date of closing:	Extended to the second
CURRENT STATUS OF RELATED CASE:	
(Discharged/awaiting discharge, confirmation of the confirmation o	ned, dismissed, etc.)
MANNER IN WHICH CASES ARE RELATED (Refer to NOTE above):	
REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ('REAL PROPERTY SCHEDULE "A" OF RELATED CASES:	

[OVER]

DISCLOSURE OF RELATED CASES (cont'd)

3. CASE NO.:	JUDGE:	DISTRICT/DIVISION:
CASE STILL PENDING:	(YES/NO):	[If closed] Date of closing:
CURRENT STATUS OF	RELATED CASE:	
	(Di	ischarged/awaiting discharge, confirmed, dismissed, etc.)
MANNER IN WHICH CA	ASES ARE RELATED	(Refer to NOTE above):
REAL PROPERTY LIST	ED IN DEBTOR'S SCI	HEDULE "A" ('REAL PROPERTY') WHICH WAS ALSO LISTED IN
SCHEDULE "A" OF REI	LATED CASES:	
NOTE: Pursuant to 11 U.s may not be eligible to be d	S.C. § 109(g), certain in ebtors. Such an individ	dividuals who have had prior cases dismissed within the preceding 180 days ual will be required to file a statement in support of his/her eligibility to file.
TO BE COMPLETED BY	DEBTOR/PETITION	ER'S ATTORNEY, AS APPLICABLE:
I am admitted to practice	in the Eastern District o	of New York (Y/N): Y
CERTIFICATION (to be	signed by pro-se debtor	/petitioner or debtor/petitioner's attorney, as applicable):
I certify under penalty of prime, except as indicated e		bankruptcy case is not related to any case now pending or pending at any
		Signature of Pro-se Debtor/Petitioner
		Mailing Address of Debtor/Petitioner
		City, State, Zip Code
		FENTYANGOUTLOOK COM Email Address
		917/2570374 Area Code and Telephone Number

Failure to fully and truthfully provide all information required by the E.D.N.Y. LBR 1073-2 Statement may subject the debtor or any other petitioner and their attorney to appropriate sanctions, including without limitation conversion, the appointment of a trustee or the dismissal of the case with prejudice.

<u>NOTE:</u> Any change in address must be reported to the Court immediately IN WRITING. Dismissal of your petition may otherwise result.

UNITED STATES BANKRUPTCY COUF EASTERN DISTRICT OF NEW YORK	RT	Chapter 11	
	_ X	Case No:	
IN RE: 365 MACON ST HOLDINGS CORE	o ·		
Debtor			
	X		

CORPORATE OWNERSHIP STATEMENT PURSUANT TO FEDERAL BANKRUPTCY RULES 1007 (a)(1)

- I, Ronald Fraser, under penalty of perjury state as follows:
 - 1. I am the President of the Debtor in the above captioned matter.
 - 2. There are no corporate entities that own directly or indirectly, 10% or more of any class of the Debtor's equity interests.
 - 3. I declare under penalty of perjury that I have read the foregoing statements and that they are true and accurate to the best of my knowledge, information and belief.

Dated: May 15, 2024

Vice President

UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF NEW YORK		Chapter 11	
	_ X	Case No:	
IN RE: 365 MACON ST HOLDINGS CORI	P		
Debtor			
0	_ X		

PURSUANT TO E.D.N.Y LBR 1073-3

CORPORATE DISCLOSURE STATEMENT

- I, Ronald Fraser, under penalty of perjury state as follows:
 - 1. I am the President of the Debtor in the above captioned matter.
 - 2. There are no corporate entities that own, directly or indirectly, 10% or more of any class of the Debtor's equity interests.
 - I declare under penalty of perjury that I have read the foregoing statements and that they are true and accurate to the best of my knowledge, information and belief.

Dated: May 15, 2024

Andy Alege

Vice President

365 Macon St Holdings Corp (Debtor)

BYLAWS

of 365 MACON ST HOLDINGS CORP

ARTICLE I

Offices

- 1.1 Registered Office and Registered Agent: The registered office of the corporation shall be the same as listed on the articles of incorporation and at such place as may be fixed from time to time by the Board of Directors upon filing of such notices as may be required by law, and the registered agent shall have a business office identical with such registered office.
- **1.2** Other Offices: The Corporation may have other offices within or outside the State of incorporation at such place or places as the Board of Directors may from time to time determine.

ARTICLE 2

Shareholder's Meetings

- **Meeting Place**: All meetings of the shareholders shall be held the registered office of the corporation, or at such place as shall be determined from time to time by the Board of Directors, and the place at which any such meeting shall be held shall be stated in the notice of the meeting.
- **Annual Meeting Time**: The annual meeting of the shareholders for the election of directors and for the transaction of such other business as may properly come before the meeting, shall be held each year on January 10th,, at the hour of 10am, if not a legal holiday, and if a legal holiday, then on the day following, at the same hour, or January 31 of every year if no other meeting time is specifically appointed.
- **2.3** Annual Meeting Order of Business: At the annual meeting of shareholders, the order of business shall be as follows:
 - (a) Calling of the meeting to order.
 - (b) Proof of notice of meeting (or filing of waiver).
 - (c) Reading of minutes of last annual meeting.
 - (d) Report of officers.
 - (e) Reports of committees.
 - (f) Election of directors.
 - (g) Miscellaneous business.

2.4 Special Meetings: Special meetings of the shareholders for any purpose may be called at any time by the President, Board of Directors, or the holders of not less than one-twenty of all shares entitled to vote at the meeting.

2.5 Notice:

- (a) Notice of the time and place of an annual meeting of shareholders shall be given by delivering personally or by mailing a written or printed notice of the same, at least ten days, and not more than fifty days, prior to the meeting, to each shareholder of record entitled to vote at such meeting.
- (b) At least ten days and not more than fifty days prior to the meeting, written or printed notice of each special meeting, and the purpose or purposes for which the meeting is called, shall be delivered personally, or mailed to each shareholder of record entitled to vote at such meeting.
- 2.6 <u>Voting Record</u>: At least ten days before each meeting of shareholders, a complete record of the shareholders entitled to vote at such meeting, or any adjournment thereof, shall be made, arranged in alphabetical order, with the address of and number of shares held by each, which record shall be kept on file at the registered office of the corporation for a period of ten days prior to the meeting. The records shall be kept open at the time and place of such meeting for the inspection of any shareholder.
- **2.7 Quorum**: Except as otherwise required by law:
 - (a) A quorum at any annual or special meeting of shareholders shall consist of shareholders representing, either in person or by proxy, a majority of the outstanding capital stock of the corporation, entitled to vote at such meeting.
 - (b) The voters of a majority in interest of those present at any properly called meeting or adjourned meeting of shareholders at which a quorum as in this paragraph defined is present, shall be sufficient to transact business.
- 2.8 Closing of Transfer Books and Fixing Record Date: For the purpose of determining shareholders entitled to notice of or to vote at any meeting of shareholders, or any adjournment thereof, or entitled to receive payment of any dividend, the Board of Directors may provide that the stock transfer books shall be closed for a stated period not to exceed fifty days nor be less than ten days preceding such meeting. In lieu of closing the stock transfer books, the Board of Directors may fix in advance a record date for

- any such determination of shareholders, such date to be not more than fifty days, and, in case of a meeting of shareholders, not less than ten days prior to the (late on which the particular action requiring such determination of shareholders is to be taken.
- **2.9 Proxies**: A shareholder may vote either in person or by proxy executed in writing by the shareholder, or his duly authorized attorney-in-fact. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.
- 2.10 <u>Action by Shareholders Without a Meeting</u>: Any action required or which may be taken at a meeting of shareholders of the corporation, may be taken at a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote of the shareholders.
- **2.11** <u>Waiver of Notice</u>: A waiver of notice required to be given any shareholder, signed by the person or persons entitled to such notice, whether before or after the time stated therein for the meeting, shall be equivalent to the giving of such notice.

ARTICLE 3

Stock

- 3.1 <u>Certificates</u>: Certificates of stock shall be issued in numerical order, and each shareholder shall be entitled to a certificate signed by the President, or a Vice President, and the Secretary or Assistant Secretary, and may be sealed with the seal of the corporation or a facsimile thereof The signatures of such officers may be facsimiles if the certificate is manually signed on behalf of the transfer agent, or registered by a registrar, other than the corporation itself or an employee of the corporation. If an officer who has signed or whose facsimile signature has been placed upon such certificate ceases to be an officer before the certificate is used, it may be issued by the corporation with the same effect as if the person were an officer on the date of issue.
- 3.2 <u>Transfer</u>: Transfers of stock shall be made only upon the stock transfer books of the corporation, kept at the registered office of the corporation or at its principal place of business, or at the office of its transfer agent or registrar; and before a new certificate is issued. the old certificate shall be surrendered for cancellation. The Board of Directors may, by resolution, open a share register in any state of the United States, and may employ an agent or agents to keep such register, and to record transfers or shares therein.

- 3.3 Registered Owner: Registered shareholders shall be treated by the corporation as the holders in fact of the stock standing in their respective names and the corporation shall not be bound to recognize any equitable or other claim to or interest in any share on the part of any other person, whether or not it shall have express or other notice thereof, except as expressly provided below or by the laws of the State of incorporation. The Board of Directors may adopt by resolution a procedure whereby a shareholder of the corporation may certify in writing to the corporation that all or a portion of the shares registered in the name of such shareholder are held for the account of a specified person or persons. The resolution shall set forth:
 - (a) The classification of shareholder who may certify;
 - (b) The purpose or purposes for which the certification may be made;
 - (c) The form of certification and information to be contained therein;
 - (d) If the certification is with respect to a record date or closing of the stock transfer books, the date within which the certification must be received by the corporation; and
 - (e) Such other provisions with respect to the procedure as are deemed necessary or desirable.

Upon receipt by the corporation of a certification complying with the procedure, the persons specified in the certification shall be deemed, for the purpose or purposes set forth in the certification, to be the holders of record of the number of shares specified in place of the shareholder making the certification.

- 3.4 <u>Mutilated. Lost. or Destroyed Certificates</u>: In case of any mutilation, loss or destruction of any certificate of stock, another may be issued in its place on proof of such mutilation, loss or destruction. The Board of Directors may impose conditions on such issuance and may require the giving of a satisfactory bond or indemnity to the corporation in such sum as they might determine or establish such other procedures as they deem necessary.
- **3.5** Fractional Shares or Scrip: The Corporation may:
 - (a) Issue fractions of a share which shall entitle the holder to exercise voting rights, to receive dividends thereon, and to participate in any of the assets of the corporation in the event of liquidation:
 - (b) Arrange for the disposition of fractional interests by those entitled thereto:
 - (c) Pay in cash the fair market value of fractions of a share as of the time when those entitled to receive such shares are determined; or
 - (d) Issue script in registered or bearer form which shall entitle the holder to receive a certificate for the full share upon surrender of such script aggregating a full share.

Shares of Another Corporation: Shares owned by the corporation in another corporation, domestic or foreign, may be voted by such officer, agent or proxy as the Board of Directors may determine or, in the absence of such determination, by the President of the Corporation.

ARTICLE 4

Board of Directors

- 4.1 Numbers and Powers: The management of all the affairs, property and interest of the corporation shall be vested in the Board of Directors, consisting of one person who shall be elected for a term of one year, and shall hold office until their successors are elected and qualified. Directors need not be shareholders or residents of the State of incorporation. In addition to the powers and authorities granted by these Bylaws, and the Articles of Incorporation expressly conferred upon it, the Board of Directors may exercise all such powers of the corporation and do all such lawful acts and things as are not by statute or by the Articles of Incorporation or by these Bylaws directed or required to be exercised or done by the shareholders.
- **Change of Number**: The number of directors may at any time be increased or decreased by amendment of these Bylaws, but no decrease shall have the effect of shortening the term of any incumbent director.
- 4.3 <u>Vacancies</u>: All vacancies in the Board of Directors, whether caused by resignation, death or, otherwise, may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors. A director elected to fill any vacancy shall hold office for the unexpired term of his predecessor and until his successor is elected and qualified. Any directorship to be filled by reason of an increase in the number of directors may be filled by the Board of Directors for a term of office continuing only until the next election of directors by the shareholders.
- **Removal of Directors**: At a meeting of shareholders called expressly for that purpose, the entire Board of Directors, or any member thereof, may be removed by a vote of the holders of a majority of shares then entitled to vote at an election of such shareholders.
- 4.5 Regular Meetings: Regular meetings of the Board of Directors or any committee may be held without notice at the registered office of the corporation or at such place or places, either within or without the State of Washington, as the Board of Directors or such committee, as the case may be, mayfrom time to time designate. The annual meeting of the Board of

- Directors shall be held without notice immediately after the adjournment of the annual meeting of shareholders.
- **Special Meetings**: Special meetings of the Board of Directors may be held at any place and at any time and may be called by the Chairman of the Board, the President, Vice President, Secretary or Treasurer, or any two or more directors.
- 4.7 **Notice of Meetings:** Unless the Articles of Incorporation provide otherwise, any regular meeting of the Board of Directors may be held without notice of the date, time, place, or purpose of the meeting. Any special meeting of the Board of Directors may preceded by at least two days' notice of the date, time, and place of the meeting, but not of its purpose, unless the Articles of Incorporation of these Bylaws require otherwise. Notice may be given personally, by facsimile, by mail, or in any other manner allowed by law. Oral notification shall be sufficient only if a written record of such notice is included in the Corporation's minute book. Notice shall be deemed effective at the earliest of. (a) receipt; (b) delivery to the proper address or telephone number of the directors as shown in the Corporation's records; or (c) five days after its deposit in the United States mail, as evidenced by the postmark, if correctly addressed and mailed with first-class postage prepaid. Notice of any meeting of the Board of Directors may be waived by any director at any time, by a signed writing, delivered to the Corporation for inclusion in the minutes, either before or after the meeting. Attendance or participation by a director at a meeting unless the director promptly objects to holding the meeting or to the transaction of any business on the grounds that the meeting was not lawfully convened and the director does not thereafter vote for or assent to action taken at the meeting.
- **Quorum**: A majority of the whole Board of Directors shall be necessary at all meetings to constitute a quorum for the transaction of business.
- 4.9 Waiver of Notice: Attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened. A waiver of notice signed by the director or directors, whether before or after the time stated for the meeting, shall be equivalent to the giving of notice.
- 4.10 Registering Dissent: A director who is present at a meeting of the Board of Directors at which action on a corporate matter is taken shall be presumed to have assented to such action unless his dissent shall be entered in the minutes of the meeting, or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting, before the adjournment thereof, or shall forward such dissent by registered mail to the Secretary of the corporation immediately afterthe

- adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.
- 4.11 Executive and Other Committees: Standing or special committees may be appointed from its own number by the Board of Directors from time to time and the Board of Directors may from time to time invest such committees with such powers as it may see fit, subject to such conditions as may be prescribed by such Board. An Executive Committee may be appointed by resolution passed by a majority of the full Board of Directors. It shall have and exercise all of the authority of the Board of Directors. except in reference to amending the Articles of Incorporation, adopting a plan of merger or consolidation, recommending sale, lease or exchange or other disposition of all or substantially all the property and assets of the corporation otherwise than in the equal and regular course of business. recommending a voluntary dissolution or a revocation thereof, oramending the Bylaws. All committees so appointed shall keep regular minutes of the transactions of their meetings and shall cause them to be recorded in books kept for that purpose in the office of the corporation. The designation of any such committee and the delegation of authority thereto, shall not relieve the Board of Directors, or any member thereof, of any responsibility imposed by law.
- 4.12 <u>Remuneration</u>: No stated salary shall be paid directors, as such, for their service, but by resolution of the Board of Directors. A fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of such Board; provided, that nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensation therefore. Member of standing or special committees may be allowed like compensation for attending committee meetings.
- **4.13** Loans: No loans shall be made by the corporation to the directors, unless first approved by the holders of two-thirds of the voting shares. No loans shall be made by the corporation secured by its' own shares.
- 4.14 Action by Directors Without a Meeting: Any action required or which may be taken without a meeting of the directors, or of a committee thereof, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors, or all of the members of the committee, as the case may be. Such consent shall have the same effect as a unanimous vote.
- **Action of Directors by Communications Equipment**: Any action required or which may be taken at a meeting of directors, or of a committee thereof, may be taken by means of a conference telephone or similar

communications equipment by means of which all persons participating in the meeting can hear each other at the same time.

ARTICLE 5

Officers

- 5.1 <u>Designations</u>: The officers of the corporation shall be a President, one or more Vice-Presidents (one of more of whom may be Executive Vice-President), a Secretary and a Treasurer, and such Assistant Secretaries and Assistant Treasurers as the Board may designate, who shall be elected for one year by the directors at their first meeting after the annual meeting of shareholders, and who shall hold office until their successors are elected and qualified. Any two or more offices may be held by the same person, except the offices of President and Secretary.
- **The President**: The president shall preside at all meetings of shareholders and directors, shall have general supervision of the affairs of the corporation, and shall perform all other duties as are incident to his office or are properly required of him by the Board of Directors.
- 5.3 <u>Vice President</u>: During absence or disability of the President, the Executive Vice-Presidents in the order designated by the Board of Directors, shall exercise all functions of the President. Each Vice-President shall have such powers and discharge such duties as may be assigned to him from time to time by the Board of Directors.
- 5.4 Secretary and Assistant Secretaries: The Secretary shall issue notices for all meetings, except for notices for special meetings of shareholders and special meetings of the directors which are called by the requisite number of shareholders or directors, shall keep the minutes of all meetings, shall have charge of the seal and the corporate books, shall make such reports and perform other duties as are incident to his office, or are properly required of him by the Board of Directors. The Assistant Secretary, or Assistant Secretaries in the order designated by the Board of Directors, shall perform all of the duties of the Secretary during the absence or disability of the Secretary, and at other times may perform such duties as are directed by the President or the Board of Directors.
- 5.5 The Treasurer: The Treasurer shall have the custody of all moneys and securities of the corporation and shall keep regular books on account. He shall disburse funds of the corporation in payment of the just demands against the corporation or as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the Board of Directors from time to time as may be required of him, an account of all his transactions as Treasurer and of the financial conditions to his office or that are properly required of him by the Board of Directors. The

- Assistant Treasurer, or Assistant Treasurers in the order designated by the Board of Directors, shall perform all of the duties of the Treasurer in the absence or disability of the Treasurer, and at other times may perform such other duties as are directed by the President or the Board of Directors.
- **Delegation**: In the case of absence or inability to act of any officer of the corporation and of any person herein authorized to act in his place, the Board of Directors may from time to time delegate the powers or duties of such officer to any other officer or any director or other person whom it may select.
- **5.7 Vacancies**: Vacancies in any office arising from any cause may be filled by the Board of Directors at any regular or special meeting of the Board.
- **Other Officers**: Directors may appoint such other officers and agents as they shall deem necessary or expedient with who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors.
- **Loans**: No loans shall be made by the corporation to any officer, unless first approved by the holders of two-thirds of the voting shares.
- 5.10 <u>Term Removal</u>: The officers of the corporation shall hold office until their successors are chosen and qualify. Any officer or agent elected or appointed by the Board of Directors may be removed at any time, without cause, by the affirmative vote of a majority of the whole Board of Directors, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.
- **5.11** Bonds: The Board of Directors may, by resolution, require any and all of the officers to give bonds to the corporation, with sufficient surety or sureties, conditioned for the faithful performance of the duties of their respective offices, and to comply with such other conditions as may from time to time be required by the Board of Directors.
- **5.12** Salaries: The salaries of the officers shall be fixed from time to time bythe Board of Directors, and no officer shall be prevented from receiving such salary by reason of the fact that he is also a director of the corporation.

ARTICLE 6

Dividends and Finance

Dividends: Dividends may be declared by the Board of Directors and paid by the corporation out of the unreserved and unrestricted earned surplus of the corporation, or out of the unreserved and unrestricted net earnings of the current fiscal year, or in treasury shares of the corporation, subject to

the conditions and limitations imposed by the State of incorporation. The stock transfer books may be closed for the payment of dividends during such periods of not exceeding fifty days, as from time to time may be fixed by the Board of Directors. The Board of Directors, however, without closing the books of the corporation, may declare dividends payable only to holders of record at the close of business, on any business day not more than fifty days prior to the date on which the dividend is paid.

- **Reserves**: Before making any distribution of earned surplus, there may be set aside out of the earned surplus of the corporation such sum or sums as the directors from time to time in their absolute discretion deem expedient dividends, or for maintaining any property of the corporation, or for any other purpose, and earned surplus of any year not set apart until otherwise disposed of by the Board of Directors.
- **Depositories**: The moneys of the corporation shall be deposited in the name of the corporation in such bank or trust company or trust companies as the Board of Directors shall designate, and shall be drawn out only by check or other order for payment of money signed by such persons and in such manner as may be determined by resolution of the Board of Directors.

ARTICLE 7

Notices

Except as may otherwise be required by law, any notice to any shareholder or director may be delivered personally or by mail. If mailed, the notice shall be deemed to have been delivered when deposited in the United States mail, addressed to the addressee at his last known address in the records of the corporation, with postage thereon prepaid.

ARTICLE 8

Seal

The corporate seal of the corporation shall be in such form and bear such inscription as may be adopted by resolution of the Board of Directors, or by usage of the officers on behalf of the corporation. The procurement of a corporate seal shall be discretionary only, and is not required.

ARTICLE 9

Books and Records

The corporation shall keep correct and complete books and record of accounts and shall keep minutes of the proceedings of its shareholders and Board of Directors, and shall keep at its registered office or principal place of business, or at the office of its transfer agent or registrar, a record of its shareholders, giving the names and addresses of all shareholders and the number and class of the

shares held by each. Any books, records, and minutes may be in written form or any other form capable of being converted into written form within a reasonable time.

ARTICLE 10

Special Corporate Acts

- **10.1** Execution of Written Instruments: Contracts, deeds, documents, and instruments shall be executed by the President alone unless the Board of Directors shall, in a particular situation, designate another procedure for their execution.
- 10.2 <u>Signing of Checks or Notes</u>: Checks, notes, drafts, and demands for money shall be signed by the officer or officers from time to time designated by the Board of Directors.
- 10.3 Indemnification of Directors and Officers: The corporation shall indemnify any and all directors or officers or former directors or former officers or any person who may have served at its request as a director or officer of the corporation or of any other corporation in which it is a creditor, against expenses actually or necessarily incurred by them in connection with the defense or settlement of any action, suit, or proceeding brought or threatened in which they, or any of them, are or might be made parties, or a party, by reason of being or having been directors or officers or a director or an officer of the corporation, or of such other corporation. This indemnification shall not apply, however, to matter as to which such director or officer or former director or officer or person shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of other rights to which those indemnified may be entitled, under any law, bylaw, agreement, vote of shareholders, or otherwise.

ARTICLE 11

Amendments

- **11.1 By Shareholders**: These Bylaws may be altered, amended or repealed by the affirmative vote of a majority of the voting stock issued and outstanding at any regular or special meeting of the shareholders.
- **11.2 By Directors**: The Board of Directors shall have the power to make, alter, amend and repeal the Bylaws of this corporation. However, any such alteration, amendment, or repeal of the Bylaws, may be changed or repealed by the holders of a majority of the stock entitled to vote at any shareholders meeting.

11.3 **Emergency Bylaws:** The Board of Directors may adopt emergency Bylaws, Bylaws: subject to repeal or change by action of the shareholders, which shall be operative during any emergency in the conduct of business of the corporation resulting from an attack on the United States or any nuclear or atomic disaster.

Adopted by resolution of the Corporation's Board of Directors or incorporator on This 13th of May 2019

Director

Ronald Frazier

UNITED STATES BANKRUPTCY COUR EASTERN DISTRICT OF NEW YORK		T	Chapter 11	
		X	Case No:	
IN RE: 365	MACON ST HOLDINGS CORP			
Debtor				
o		X		
	CORPORATE OWNERSHI FEDERAL BANKRU			
I, Ronald Fr	aser, under penalty of perjury state	e as foll	ows:	
1.	I am the President of the Debto	or in the	above captioned matter.	
2.	There are no corporate entities class of the Debtor's equity int		n directly or indirectly, 10% or more of any	
3.			I have read the foregoing statements and est of my knowledge, information and	
Dated: May	15, 2024			
			Andy Alege Vice President	

	ATES BANKRUPTCY COURT DISTRICT OF NEW YORK	Chapter 11	
	X	Case No:	
IN RE: 365 N	MACON ST HOLDINGS CORP		
Debtor			
0	X		
	CORPORATE DISCLO PURSUANT TO E.		
I, Ronald Fra	ser, under penalty of perjury state as	follows:	
1.	I am the President of the Debtor ir	the above captioned matter.	
2.	There are no corporate entities that own, directly or indirectly, 10% or more of any class of the Debtor's equity interests.		
3.		that I have read the foregoing statements and he best of my knowledge, information and	
Dated: May	15, 2024		
		Andy Alege Vice President 365 Macon St Holdings Corp (Debtor)	

UNITED STATES BANKRUPTCY COUR EASTERN DISTRICT OF NEW YORK	AT.	Chapter 11
	X	Case No:
IN RE: 365 MACON ST HOLDINGS CORP		
Debtor	X	
<u> </u>	Λ	

LIST OF CREDITORS

1. LIMA ONE CAPITAL, LLC 201 EAST MCBEE AVENUE SUITE 300 GREENVILLE, SC. 29601

UNITED STATES BANKRUPTCY COULEASTERN DISTRICT OF NEW YORK	RT	Chapter 11
	_ X	Case No:
IN RE: 365 MACON ST HOLDINGS CORI	P	
Debtor		
0	_ X	
VERIFICATION OF CREDIT	OR MAT	RIX / LIST OF CREDITORS

The undersigned Debtor hereby verifies that the Creditor Matrix/List of Creditors herein

submitted herein is true and correct to the best of his or her knowledge.

Dated: May15, 2024

365 Macon St Holdings Corp (Debtor)

By: 'Andy Alege Title: Vice-President

CREDITOR MATRIX

1. LIMA ONE CAPITAL, LLC 201 EAST MCBEE AVENUE SUITE 300 GREENVILLE, SC. 29601

2.